

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

KIMBERLY STEEL,

Plaintiff,

-against-

WATCH HILL MANAGEMENT CORP.,
WATCH HILL INVESTMENT PARTNERS L.P.,
PROVIDENCE INVESTMENT MANAGEMENT,
LLC and RUSSELL JEFFREY,

Defendants.

Case No. 08-cv-01698 (GBD)

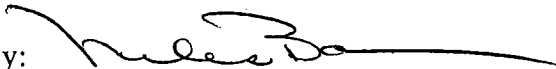
**DEFENDANTS PROVIDENCE
INVESTMENT MANAGEMENT,
LLC AND RUSSELL JEFFREY'S
NOTICE OF MOTION TO
DISMISS PLAINTIFF'S
COMPLAINT, OR IN THE
ALTERNATIVE, TO TRANSFER
VENUE**

PLEASE TAKE NOTICE that, pursuant to Rule 12(b)(2) of the Federal Rules of Civil Procedure and pursuant to 28 U.S.C. § 1404(a), upon the accompanying Affidavit of Russell Jeffrey dated May 6, 2008 and the accompanying Memorandum of Law dated May 13, 2008, Defendants Providence Investment Management, LLC and Russell Jeffrey, by and through their attorneys, Davis & Gilbert LLP, hereby move the Court for an order:

- dismissing with prejudice Plaintiff's Complaint in its entirety because this Court does not have personal jurisdiction over the moving defendants; and
- in the alternative, to transfer venue to the United States District Court for the District of Rhode Island.

Dated: New York, New York
May 13, 2008

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